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OUR FILE NUMBER

291,215-064
NB1-269498.V1

**VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

AlliedSignal Laminate Systems, Inc.
c/o AlliedSignal, Inc.
101 Columbia Road
Morristown, NJ 07962
Attention: Vice President and General Counsel
Engineered Materials

**Re: Asset Purchase Agreement dated as of November 9, 1995 between
AlliedSignal Laminate Systems, Inc., AlliedSignal, Inc. and Furon
Company (the "Agreement")**

Gentlemen:

On behalf of our client, Furon Company, we submit to you the following:

1. Phase II Environmental Site Assessment for the McCaffrey Street Manufacturing Facility prepared by Parsons Engineering Science, Inc. dated May, 1996; and
2. Phase II Environmental Site Assessment for the Liberty Street Manufacturing Facility prepared by Parsons Engineering Science, Inc. dated May, 1996 (collectively, the "Reports").

The Reports summarize the results of a limited Phase II Environmental Site Assessment performed at two former AlliedSignal facilities shortly after the acquisition of such facilities by Furon Company. The Reports were prepared pursuant to

scopes of work previously provided to Beth Keller at AlliedSignal. To aid you in your review, copies of the Reports are being concurrently delivered to Ms. Keller.

As you will note upon your review of the Reports, Hazardous Substances which constitute one or more Environmental Conditions (as each term is defined in the Agreement) were discovered in soil and groundwater at the facilities.

Pursuant to the terms of the Agreement, Furon hereby requests that you take action to remedy each Environmental Condition identified in the Reports and, pursuant to Section 14.3 of the Agreement, that you (i) acknowledge to Furon your obligation to provide indemnification in respect of each Environmental Condition, and (ii) commence and diligently undertake action calculated to correct or remedy each Environmental Condition. Furon Company will cooperate with you in your performance of additional investigatory activities regarding the Environmental Conditions disclosed.

This letter constitutes a Claim Notice sent on the date hereof under Section 14.3(a) of the Agreement. Furon's right to indemnification arises under Section 14.1(e) of the Agreement and the facts giving rise to Furon's claim for indemnification are set forth in the Reports which describe the types and locations of the Hazardous Substances discovered at the facilities. As the investigation described in the Reports was conducted shortly following the Closing (as defined in the Agreement), it is Furon's position that the Hazardous Substances discovered were present at the facilities prior to the Closing.

If you have any questions concerning the accompanying Reports, please contact me directly.

Sincerely,



Paul E. Mosley
of O'MELVENY & MYERS

PEM:myh
Enclosures

cc: Ms. Beth Keller (Reports only)
Donald D. Bradley, Esq. (w/o enc.)
Gary J. Singer, Esq. (w/o enc.)